



pennsylvania
DEPARTMENT OF AGRICULTURE

Solicitation For Proposals #PDA-SFP-2023-1

For

***Exclusive Soft Drink Concession Licensee
at the Pennsylvania Farm Show Complex & Expo Center***

Date of Issue: April 24, 2023

Mandatory pre-proposal conference:

May 9, 2023, 10:00 a.m.

Pennsylvania Farm Show Complex & Expo Center

Proposal due date:

May 24, 2023, 3:30 p.m.

1. Summary of Purpose:

The Pennsylvania Department of Agriculture ("PDA") is soliciting proposals for an Exclusive Soft Drink Concession Licensee at the Pennsylvania Farm Show Complex & Expo Center ("FSC") for an initial term of five (3) years from July 1, 2023 through June 30, 2026, with up to two (2) additional one-year renewal terms.

2. Summary of Content of Proposals:

2.1 Proposed Compensation/Financial terms: Proposals shall express the proposed compensation to the Department of Agriculture as an annual license fee plus other financial consideration in the form of capital investments in the Pennsylvania Farm Show Complex & Expo Center over the term of the license agreement.

2.2 Work Plan: Proposals shall contain a narrative description of how the proposer shall provide the following services, including the identification by name and a summary of experience of the staffing to be utilized, as well as third-party vendors/contractors/suppliers to be used to accomplish the outlined tasks. Tasks shall include:

- The exclusive wholesale provider of soft drinks to the official Food and Beverage Concessionaire of the FSC ("F&B Concessionaire") and to any other food provider, caterer or entity approved by PDA to conduct business at the FSC that includes the sale or service of soft drinks.
- Installing and maintaining soft drink vending machines.
- Installing and maintaining soft drink dispensing equipment.
- Other tasks as outlined more fully herein.

3. Pre-Proposal Conference and Response Date:

3.1 A mandatory pre-proposal conference will be held in this matter on May 9, 2023, from 10:00 a.m. All parties will meet in the Cameron Street Lobby of the Pennsylvania Farm Show Complex & Expo Center, 2300 North Cameron Street, Harrisburg PA 17110. From there, a walk-through of all facilities will be conducted. After the walk-through, the pre-proposal conference will commence in the Administrative Offices of the Pennsylvania Farm Show Complex & Expo Center, Second Floor. The purpose of this conference is: 1) clarify any points in the SFP; 2) allow proposers to have a tour of the physical facilities. The pre-proposal conference is for information only. Answers furnished during the conference will not be official until verified, in writing, by the Issuing Office. All questions and written answers will be answered as an addendum to and become part of the SFP.

3.2 Proposals must be received in the Issuing Office no later than 3:30 p.m., May 24, 2023. Late proposals will not be considered.

3.3 The Commonwealth of Pennsylvania reserves the right to reject any and all proposals, waive any defect or negotiate for better terms.

3.4 Proposals must be submitted in a sealed envelope with the following words printed boldly on the front of the envelope: *Solicitation for Proposals #PDA-SFP-2023-1, Exclusive Soft Drink Concession Licensee at the Pennsylvania Farm Show Complex & Expo Center, DUE DATE: May 24, 2023.*

3.5 If you have any questions concerning the enclosed SFP, please contact Sheila Strubhar, the Issuing Officer at (717) 787-1467 or sstrubhar@pa.gov

4. Solicitation Instructions - General Information For Proposers

4.1 PURPOSE:

The Pennsylvania Department of Agriculture is soliciting proposals for an Exclusive Soft Drink Concession Licensee at the Pennsylvania Farm Show Complex & Expo Center. This document and any addendums, appendices, clarifications or other written communications relevant to this solicitation from the issuing office constitute the SFP.

4.2 ISSUING OFFICE:

The Department of Agriculture Contracts and Procurement Division has issued this SFP for the Commonwealth of Pennsylvania. The sole point of contact is:

Issuing Officer: Sheila Strubhar
Department of Agriculture
Contracts and Procurement Division
2301 N. Cameron Street
Harrisburg, PA 17110-9408
Phone: (717) 787-1467
sstrubhar@pa.gov

4.3 SCOPE:

The SFP contains instructions governing the proposals to be submitted, the requirements that must be met to be eligible for consideration, and a description of the Commonwealth's and the selected proposer's responsibilities.

4.4 COMMENCEMENT:

The Commonwealth desires an agreement, substantially in the form attached hereto as Appendix A, be executed by a successful proposer as a result of this SFP no later than 20 days from the response deadline. No agreement is binding or effective until executed by all Commonwealth parties required to sign.

4.5 RESPONSE DATE:

To be considered, proposals must arrive at the Issuing Office no later than 3:30 p.m., on the date set forth above under "Response Date." No late proposals will be considered.

4.6 SUBMISSION OF PROPOSALS:

To be considered, interested parties must submit a response to this SFP using the format provided in the "Proposal Requirements" section of this document. Proposers will make no other distribution of their proposals. Proposals must be signed by an official who is authorized to bind the interested party to its provisions. For this SFP, the proposal must remain firm and binding for at least 90 days from the deadline for proposal submission. Moreover, the conditions of the selected proposal will become binding obligations if an agreement is entered into with the Commonwealth. Proposers must submit a complete proposal. Failure to include any of the required information will delay evaluation of the proposal and may, at the Commonwealth's sole discretion, result in its rejection. Proposals must be submitted in a sealed envelope with the printed boldly on the front of the envelope which is set forth above under "Pre-Proposal Conference and Response Date."

Each Proposer submitting a proposal specifically waives any right to withdraw or modify it, except that the Proposer may withdraw its proposal by written notice received at the Issuing Office's address specified for proposal delivery prior to the exact hour and date specified for proposal receipt. A Proposer or its authorized representative may withdraw its proposal in person prior to the exact hour and date set for proposal receipt, provided the withdrawing person provides appropriate identification and signs a receipt for the proposal. A Proposer may modify its submitted proposal prior to the exact hour and date set for proposal receipt only by submitting a new sealed proposal or sealed modification which complies with the SFP requirements.

4.7 ECONOMY OF PREPARATION:

Proposals should be prepared simply and economically, providing straightforward, concise descriptions of the interested party's ability and intentions to meet the requirements of the SFP.

4.8 TYPE OF AGREEMENT:

The selected proposer will be expected to enter into an agreement in substantially the same form as attached in Appendix A. The terms and conditions of this SFP and the selected Proposer's proposal will be incorporated into the agreement by reference. All definitions and terms and conditions contained in Appendix A are applicable to this solicitation.

4.9 ADDENDA TO THE SFP:

If it becomes necessary to revise any part of this SFP, an addendum will be issued by the same means the SFP was initially issued. For those who downloaded the SFP from the PA Department of Agriculture or Department of General Services website, it will be their responsibility to check the website for addenda to the SFP prior to submitting proposals.

4.10 QUESTIONS AND ANSWERS:

If a Proposer has any questions regarding this solicitation, the Proposer must submit questions by email to the Issuing Officer, with the subject line containing only the solicitation for proposal identification number set forth herein. All questions of this nature should be asked prior to the pre-proposal conference to ensure a timely response. All written questions and responses will be posted to the PA Department of Agriculture website. All questions and responses posted will be considered an addendum to, and part of this SFP. Each Proposer shall be responsible to monitor the PA Department of Agriculture website for new and revised SFP information.

4.11 REJECTION OF PROPOSALS / CANCELLATION OF SFP:

The Issuing Office reserves the right, in its sole and complete discretion, to reject any and all proposals received as a result of this SFP or cancel the SFP, at any time prior to the time a license agreement is fully executed, when it is in the best interests of the Commonwealth.

4.12 INCURRING COSTS:

The Issuing Office is not liable for any costs Proposers incur in preparation and submission of its proposal, in participating in the SFP process or in anticipation of award of any agreement.

4.13 DISCUSSIONS FOR CLARIFICATION:

Proposers may be required to make an oral or written clarification of their proposals to the Issuing Office to ensure thorough mutual understanding and Proposer responsiveness to the solicitation requirements. The Issuing Office will initiate requests for clarification. Clarifications may occur at any stage of the evaluation and selection process prior to license agreement execution.

4.14 BEST AND FINAL OFFERS:

To obtain best and final offers from Proposers whose proposals are determined by the Commonwealth, in its sole discretion, to be reasonably susceptible of being selected for award, the Commonwealth may (a) enter into negotiations; and (b) schedule oral presentations; and (c) request revised proposals.

4.15 CONTRACT NEGOTIATIONS:

The Issuing Office will notify all Proposers in writing of the Proposer selected for negotiations after the Issuing Office has determined, taking into consideration all of the evaluation factors and in its sole discretion, the proposal that is most advantageous to the Pennsylvania Department of Agriculture.

4.16 AWARD:

The proposal that is determined to be most advantageous to the Pennsylvania Department of Agriculture will be offered for execution an agreement in substantially the form set forth in Appendix A. Proposers whose proposals are not selected will be notified when negotiations have been successfully completed and the Issuing Office has received the final negotiated agreement signed by the selected Proposer.

4.17 SELECTED PROPOSER RESPONSIBILITIES:

The selected Proposer will be required to assume responsibility for all commitments offered in the proposal whether or not the Proposer actually performs them. Further, the Commonwealth will consider the Proposer to be the sole point of contact with regard to contractual matters.

4.18 DISCLOSURE OF PROPOSAL CONTENTS:

4.18.1 Confidential Information. The Commonwealth is not requesting, and does not require, confidential proprietary information or trade secrets to be included as part of Proposers' submissions in order to evaluate proposals submitted in response to this SFP. Accordingly, except as provided herein, Proposers should not label proposal submissions as confidential or proprietary or trade secret protected. Any Proposer who determines that it must divulge such information as part of its proposal must submit the signed written statement described in subsection 4.18.3 below and must additionally provide a redacted version of its proposal, which removes only the confidential proprietary information and trade secrets, for required public disclosure purposes.

4.18.2 Commonwealth Use. All material submitted with the proposal shall be considered the property of the Commonwealth of Pennsylvania and may be returned only at the Issuing Office's option. The Commonwealth has the right to use any or all ideas not protected by intellectual property rights that are presented in any proposal regardless of whether the proposal becomes part of a contract. Notwithstanding any Proposer copyright designations contained on proposals, the Commonwealth shall have the right to make copies and distribute proposals internally and to comply with public record or other disclosure requirements under the provisions of any Commonwealth statute or regulation, or rule or order of any court of competent jurisdiction.

4.18.3 Public Disclosure. After the execution of any agreement pursuant to this SFP, all proposal submissions are subject to disclosure in response to a request for public records made under the Pennsylvania Right-to-Know-Law, 65 P.S. § 67.101, et seq. If a proposal submission contains confidential proprietary information or trade secrets, a signed written statement to this effect must be provided with the submission in accordance with 65 P.S. § 67.707(b) for the information to be considered exempt under 65 P.S. § 67.708(b)(11) from public records requests. If financial capability information is submitted in response to this SFP such financial capability information is exempt from public records disclosure under 65 P.S. § 67.708(b)(26).

4.19 NEWS RELEASES:

Unless such tasks are included in the solicitation, proposal or agreement as work to be performed, Proposers shall not issue news releases, Internet postings, advertisements or any other public communications pertaining to this SFP without prior written approval of the Issuing Office, and then only in coordination with the Issuing Office.

4.20 ORDER OF INTERPRETATION:

If any discrepancies in interpretation arise, the terms of the any executed agreement are the first point of reference, the Solicitation for Proposals and all attachments are second, and the Proposal is the third.

4.21 RESTRICTION OF CONTACT:

From the issue date of this SFP until the Issuing Office selects a proposal for award, the Issuing Officer is the sole point of contact concerning this SFP. Any violation of this condition may be cause for the Issuing Office to reject the offending Proposer's proposal.

If the Issuing Office later discovers that the Proposer has engaged in any violations of this condition, the Issuing Office may reject the offending Proposer's proposal or rescind its award. Proposers must agree not to distribute any part of their proposals beyond the Issuing Office. A Proposer who shares information contained in its proposal with other Commonwealth personnel and/or competing Proposer personnel may be disqualified.

4.22 PROPOSER'S REPRESENTATIONS AND AUTHORIZATIONS:

By submitting its proposal, each Proposer understands, represents and acknowledges that:

- 4.22.1 All of the Proposer's information and representations in the proposal are material and important, and the Issuing Office may rely upon the contents of the proposal in awarding the license. The Commonwealth shall treat any misstatement, omission or misrepresentation as fraudulent concealment of the true facts relating to the proposal submission.
- 4.22.2 The Proposer has arrived at the contents of its proposal independently and without consultation, communication, or agreement with any other Proposer or potential Proposer.
- 4.22.3 The Proposer has not disclosed the material terms of this proposal to any other firm or person who is a Proposer or potential Proposer for this SFP, and the Proposer shall not disclose any of these items on or before the potential submission deadline.
- 4.22.4 The Proposer has not attempted, nor will it attempt, to induce any firm or person to refrain from submitting a proposal, or to submit a proposal less favorable to the Commonwealth than this proposal, or to submit any intentionally noncompetitive proposal.
- 4.22.5 The proposer makes its proposal in good faith and not pursuant to any agreement or discussion with, or inducement from, any firm or person to submit a complementary or other noncompetitive proposal.
- 4.22.6 To the best knowledge of the person signing the proposal for the Proposer, the Proposer, its affiliates, subsidiaries, officers, directors and employees are not currently under investigation by any governmental agency and have not in the last four years been convicted or found liable for any act prohibited by State or Federal law in any jurisdiction, involving conspiracy or collusion with respect to bidding or proposing on any public contract, except as the Proposer has disclosed in its proposal.
- 4.22.7 To the best knowledge of the person signing the proposal for the Proposer and except as the Proposer has otherwise disclosed in its proposal, the Proposer has no outstanding, delinquent obligations to the Commonwealth included but not limited to, any state tax liability not being contested on appeal or other obligation of the Proposer that is owed to the Commonwealth.
- 4.22.8 The Proposer is not currently under suspension or debarment by the Commonwealth, any other state or the Federal government, and if the Proposer cannot so certify, then it shall submit along with its proposal a written explanation of why it cannot make such a certification.

- 4.22.9 The Proposer has not made, under separate contract with the Issuing Office, any recommendations to the Issuing Office concerning the need for the work described in the proposal or the specifications for the work described in the proposal.
- 4.22.10 Each Proposer, by submitting its proposal authorizes Commonwealth Agencies to release to the Commonwealth information concerning the Proposer's Pennsylvania taxes, unemployment and workers' compensation liabilities.
- 4.22.11 Until the selected Proposer receives a fully executed and approved agreement from the Issuing Office, there is no legal and valid agreement of any kind, in law or in equity, and the Proposer shall not begin to perform.

5. Solicitation Instructions - Proposal Requirements

- 5.1** Proposers must submit their proposals in the format, including heading descriptions, outlined below. To be considered, the proposal must respond to all requirements in this part of the SFP. Proposers should provide any other information thought to be relevant, but not applicable to the enumerated categories, as an appendix to the Proposal.
- 5.2** Each Proposal shall contain the following submittals:
 - A. *Cover Letter.* Proposals must include a cover letter signed by an individual authorized to contractually bind the proposer to the contents of the proposal.
 - B. *Proposal for Exclusive Soft Drink Concession License at the Pennsylvania Farm Show Complex & Expo Center*
- 5.3** The Issuing Office reserves the right to request additional information which, in the Issuing Office's opinion, is necessary to assure that the Proposer's competence, number of qualified employees, business organization, and financial resources are adequate to perform according to the SFP.
- 5.4** The Issuing Office may make investigations as deemed necessary to determine the ability of the Proposer to perform according to the SFP, and the Proposer shall furnish to the Issuing Office all requested information and data. The Issuing Office reserves the right to reject any proposal if the evidence submitted by, or investigation of, such Proposer fails to satisfy the Issuing Office that such Proposer is properly qualified to carry out the obligations of the SFP and to complete the Project as specified.

5.5 REQUIRED PROPOSAL CONTENTS

A Proposal for an Exclusive Soft Drink Concession License at the Pennsylvania Farm Show Complex & Expo Center shall include the following:

- A. *Proposed Compensation/Financial terms:*** Proposals shall express the proposed compensation to the Commonwealth as an annual license fee plus other consideration in the form of capital investments in the Pennsylvania Farm Show Complex & Expo Center over the term of the license agreement, to be contained in the format set forth in the Addendum No. 1, titled ***Monetary Proposal.***

B. Work Plan: Proposals shall contain a narrative description of how the proposer shall provide the following services, including the identification by name and a summary of experience of the staffing to be utilized, as well as third-party vendors/contractors/suppliers to be used to accomplish the outlined tasks. Tasks shall include:

- The exclusive wholesale provider of soft drinks to the official Food and Beverage Concessionaire of the FSC ("F&B Concessionaire") and to any other food provider, caterer or entity approved by PDA to conduct business at the FSC that includes the sale or service of soft drinks.
- Installing and maintaining soft drink vending machines.
- Installing and maintaining soft drink dispensing equipment.
- All tasks and obligations set forth in Appendix A, titled *License Agreement for Exclusive Soft Drink Concession at the Pennsylvania Farm Show Complex & Expo Center*.
- All activities necessary to accomplish the capital investments in the Pennsylvania Farm Show Complex & Expo Center set forth in the Proposer's completed *Monetary Proposal*, as set forth in Addendum No. 1. The Licensee must secure and maintain all required approvals, permits, licenses and authority to act as intended in the Proposal. The Licensee must comply with all applicable statutory and regulatory authorities.

5.6 REQUIRED WORK PLAN CONTENTS:

- **Statement of the Problem.** State in succinct terms your understanding of the problem presented and the solution required by this SFP.
- **Management Summary.** Include a narrative description of the proposed plan for the work and the benefits to be gained by the Commonwealth as a result of accepting your proposal.
- **Work Plan.** Describe in narrative form your technical plan for accomplishing the work, as well as the mode, method and manner of administration of the financial aspects and details of the work.
- **Prior Experience.** Include experience in providing work similar or identical to that encompassed by the proposal. Experience shown should be work done by individuals who will be assigned to this project as well as that of your company. Other work referred to must be identified and the name of the customer shown, including the name, address, and telephone number of the responsible official of the customer, company, or agency who may be contacted.
- **Personnel.** Include the number of staff who will be engaged in the work. Show where these personnel will be physically located during the time they are engaged in the Project. For key personnel include the employee's name and, through a resume or similar document, the project personnel's education and experience. Indicate the responsibilities each individual will have in this project and how long each has been with your company. Identify by name any subcontractors you intend to use and the services they will perform.

- **Financial Capability.** Describe your company's financial stability and economic capability to perform the SFP requirements. The Commonwealth reserves the right to request your company's financial statements (audited, if available) for the past three fiscal years, but do NOT include those in your initial submission of your proposal. Financial statements must include the company's Balance Sheet and Income Statement or Profit/Loss Statements. Also include a Dun & Bradstreet comprehensive report, if available. If your company is a publicly traded company, please provide a link to your financial records on your company website in lieu of providing hardcopies. The Commonwealth reserves the right to request additional information it deems necessary to evaluate a Proposer's financial capability.
- **Any Objections and Additions to License Terms.** The Proposer will identify which, if any, of the terms (contained in Appendix A) it would like to negotiate and what additional terms the Proposer would like to add to the license terms. The Proposer's failure to make a submission under this paragraph will result in its waiving its right to do so later, but the Issuing Office may consider late objections and requests for additions if to do so, in the Issuing Office's sole discretion, would be in the best interest of the Commonwealth. The Issuing Office may, in its sole discretion, accept or reject any requested changes to the license terms. The Proposer shall not request changes to the other provisions of the SFP, nor shall the Proposer request to completely substitute its own terms for Appendix A. All terms must appear in one integrated contract. The Issuing Office will not accept references to the Proposer's, or any other, online guides or online terms contained in any proposal. Regardless of any objections set out in its proposal, the Proposer must submit its proposal on the basis of the terms set out in Appendix A. The Issuing Office will reject any proposal that is expressly conditioned on the negotiation of the terms set out in Appendix A or to other provisions of the SFP.